

Exhibit D

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION**

MACROPOINT, LLC.,

Plaintiff,

V.

Civil Action No: 6:16-cv-1133

RUIZ FOOD PRODUCTS, INC.,

Defendant.

**DECLARATION OF ERIC AHLIN IN SUPPORT OF RUIZ FOOD PRODUCTS’
MOTION TO TRANSFER, OR IN THE ALTERNATIVE, TO STAY**

I, Eric C. Ahlin, declare as follows:

1. I am over the age of 18 years and have personal knowledge of the facts stated herein. If called as a witness, I will be able to testify competently to such facts, except as to those alleged on information and belief, and as to those facts, I believe them to be true.

2. I am the Director of Supply Chain at Ruiz Food Products, Inc. (“Ruiz Foods”). I have worked for Ruiz Foods in this capacity since September 2013. I supervise Ruiz Foods’ logistics and supply chain groups, and I have personal knowledge of the operation of Ruiz Foods’ logistics and supply chain groups.

3. Ruiz Foods is a California corporation with a place of business in Dinuba, California. Dinuba is home to Ruiz Foods' headquarters and its 300,000 sq. ft. main manufacturing facility. In addition to its main manufacturing facility in Dinuba, California, Ruiz Foods has additional manufacturing facilities in Tulare, California, Denison, Texas, and Florence, South Carolina.

4. All of Ruiz Foods' executives responsible for handling of transportation and logistics functions work out of the Dinuba, California office. Ruiz Foods' primary decision-

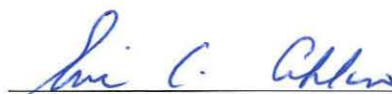
making, such as whether to partner with a particular technology vendor, is conducted at its headquarters in California. All of the documents relevant to such decision making with respect to the handling of transportation and logistics functions resides in California. The relative ease of accessing these people and documents from the Northern District of Ohio or the Eastern District of Texas will be negligible as the witnesses and documents will come from California.

5. Ruiz Foods' Denison facility is solely a food product manufacturing facility. Ruiz Foods does not conduct executive-level decision-making relating to transportation and logistics in Denison. No employees or documents relevant to such decision making work at the Denison facility. Ruiz Foods is aware of no relevant evidence or witnesses located in the Eastern District of Texas.

6. Ruiz Foods does not make freight tracking technology. In fact, until Ruiz Foods began using FourKites for freight tracking services, Ruiz Foods did not use freight tracking technology. The "go-live" date for use of the FourKites' freight tracking service was in October. Ruiz Foods utilizes FourKites' freight tracking services from its headquarters in California to track freight throughout the United States. The FourKites freight tracking service is a cloud-based, online software platform, therefore, Ruiz does not have any FourKites software loaded on its computers. The platform is accessed through a web-based portal.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct and that this Declaration was executed on November __, 2016 at Dinuba, California.

Dated: November 3, 2016


Eric C. Ahlin